

EXHIBIT 13

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Mark E. Zuckerberg '06: The whiz behind thefacebook.com

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Thousands of students across the country use it. Major corporations are falling over themselves to buy it.

But nearly a semester after creating thefacebook.com, a social networking website launched on Feb. 4, Mark E. Zuckerberg '06 doesn't seem to have let things go to his head.

Wearing a yellow t-shirt, blue jeans, and open-toe Adidas sandals, Zuckerberg sits on a ragged couch in the middle of a messy Kirkland House common room, surrounded by strewn clothes and half-closed boxes.

Amidst this squalor, he smiles.

"I'm just like a little kid. I get bored easily and computers excite me. Those are the two driving factors here."

Thefacebook.com allows university students to create personal profiles listing their interests, contact info, relationship status, classes and more.

It started locally at Harvard. It now has almost 160,000 members from across the country.

"I do stuff like this all the time," Zuckerberg says in his relaxed tone. "The facebook literally took me a week to make."

Coming from anyone else, the words may come across as arrogant. With Zuckerberg, they're only a part of the demeanor he maintains when discussing what in today's internet-saturated world qualifies as a phenomenal success.

He's full of ideas: "Half the things I do I don't release," he explains. "I spent five hours programming last night, and came up with something that was kind of cool, showed it to a bunch of my friends, and the rest of campus will never know about it."

He's not in it for the cash: "I just like making it and knowing that it works and having it be wildly successful is cool, I guess, but I mean, I dunno, that's not the goal."

And, finally, he doesn't know what's next: "People a lot of times are like, 'What is the next big thing that's coming out?'" he says, a bit sheepishly.

The answer? Even after the success of thefacebook.com, he's still not sure.

"I don't really know what the next big thing is because I don't spend my time making big

things,” he says. “I spend time making small things and then when the time comes I put them together.”

INTERESTS: CODING

When Zuckerberg starts a programming project, all else takes a backseat. He doesn’t eat, doesn’t sleep, doesn’t talk to friends.

When he buried himself in his room to work on thefacebook.com late last January, his roommates almost forgot he was there.

But all the work was nearly for naught.

“If I hadn’t launched it that day, I was about to just can it and go on to the next thing I was about to do,” he says.

Such was the uncertain nature of the facebook’s birth.

Zuckerberg admits that the site “almost didn’t happen.” But to trace back to its beginnings, one has to look to an earlier, quickly aborted Zuckerberg undertaking: Facemash.

Aping the style of hotornot.com, Facemash pitted Harvard students against one another, asking readers to view House facebook photos of two randomly selected undergraduates and choose which one was “hotter.”

The site was visited by 450 people within its first four hours online, after which Zuckerberg took the site down.

The site’s popularity with students, however, was not quite equaled by success among administrators.

“I put Facemash up on a Sunday night and within four hours my internet connection had been yanked,” he says.

Zuckerberg found himself brought before the Administrative Board for breaching security, violating copyrights and violating individuals’ privacy by using students’ online facebook photos without permission.

Controversy aside, Facemash was typical of Zuckerberg’s undertakings.

“I’m going on the theory that like, I’m in college just like everyone else, so stuff that’s applicable to me is probably applicable and useful to everyone else, as well,” he says.

Unreleased Zuckerberg programs include a screensaver that displays the user’s AOL Instant Messenger away messages and an application that synchronizes MP3 players on multiple computers.

“The original plan here, which I actually got too lazy and never ended up executing,” Zuckerberg says, “was to get everyone at Harvard to play the same song at the same time. I thought that would be really funny.”

After Facemash was taken down and the Ad Board fracas dissipated, Zuckerberg began considering his next project.

“In the aftermath of [Facemash]...I was just thinking to myself—not only is a facebook something that would be very useful, but it’s something that I don’t want to have on my name as being the person who postponed it,” he explains.

Zuckerberg had already designed a site called Coursematch earlier in the year, which allowed students to see other students who were enrolled in their classes. The idea found later found its way into thefacebook.com, along with a host of others that he had been playing around with.

“That’s the kind of stuff I do—small little projects, and eventually they all fit together,” Zuckerberg says.

FAVORITE MUSIC: WHATEVER MY COMPUTER PLAYS FOR ME

Hailing from the Westchester town of Dobbs Ferry, N.Y. (“I try to pretend I’m from the city but I’m not”), Zuckerberg attended local Ardsley High School until his junior year, when he transferred to Phillips Exeter Academy.

“[Ardsley] didn’t have a lot of computer courses or a lot of the higher math courses,” Zuckerberg says.

He’d been programming since receiving his first computer in the sixth grade.

The first significant program Zuckerberg ever designed was a game based on the living room classic Risk.

“It was centered around the ancient Roman Empire,” he says. “You played against Julius Caesar. He was good, and I was never able to win.”

C++ For Dummies was his first introduction to formal programming, but Zuckerberg says he learned most of what he knows from talking with friends.

His reasons for attending Exeter, however, were originally non-electronic.

For Zuckerberg, the school’s major selling point was its Latin program. The current computer science concentrator originally intended to study classics at Harvard. He would have gone ahead with his plan, too—that is, if he hadn’t stumbled upon an idea that would nearly make him a millionaire.

In his last semester of high school, Zuckerberg was sitting with friends mulling over what to do for his independent project—an Exeter rite of passage.

“The playlist ran out on my computer, and I thought, ‘You know, there’s really no reason why my computer shouldn’t just know what I want to learn next,’” he explains. “So that’s what we made.”

Synapse was born.

With a classmate, Adam D'Angelo (now a student at CalTech and still a close friend) Zuckerberg designed a program that learned a listener's musical tastes, and then designed a playlist to match.

"It learned your listening patterns by figuring out how much you like each song at a given point and time, and which songs you tend to listen to around each other," Zuckerberg says.

The friends created a plug-in for the popular MP3 player WinAmp and posted it up for free on the Internet.

Today, Zuckerberg is reluctant to bring up the issue.

"At this point it's so old that it's not even worth discussing that much," he says, trying to change the subject. But the fallout from Synapse was Zuckerberg's first entry into the world of the "killer app."

After the tech site Slashdot.org linked to the students' site, the offers came rolling in. America Online, WinAmp and Microsoft—among others—all expressed interest in buying the program.

"Some companies offered us right off the bat up to one million, and then we got another offer that was like two million," he says.

He and D'Angelo at first decided not to sell.

"I don't really like putting a price-tag on the stuff I do. That's just like not the point," Zuckerberg says.

But after the two had matriculated to college, they decided to accept an offer—only to find the company was no longer interested.

"We were pretty naïve about it," Zuckerberg admits. Today, he retains a legal counsel for his products.

Synapse may not have made Zuckerberg money, but it put him on the programming map. It also prepared him for the hype and corporate offers he would be faced with two years later, after thefacebook.com began its exponential growth across the country.

The site has been mentioned in The New York Times, CNN and other major news outlets.

Zuckerberg participated in a live television interview for CNBC, and says he has been wine and dined in Harvard Square by representatives from major software companies.

Still, he is maintaining the same approach: don't sell.

"That's just like not something we're really interested in," he says, referring to selling out thefacebook.com. "I mean, yeah, we can make a bunch of money—that's not the goal...I mean, like, anyone from Harvard can get a job and make a bunch of money. Not everyone at Harvard can have a social network. I value that more as a resource more than like any money."

Last month, Zuckerberg faced allegations that he stole the idea for an online Harvard social directory. Three Pforzheimer seniors asked Zuckerberg to help program ConnectU, a site similar to thefacebook.com that launched last month. Zuckerberg briefly worked for the site but soon left—after which the facebook debuted.

Zuckerberg denies the allegations of intellectual property theft, saying the ConnectU creators' claims are baseless.

CLUBS AND JOBS: JOBS ARE FOR THE WEAK

If selling thefacebook.com isn't in Zuckerberg's game plan, how does he intend to survive?

"My goal is to not have a job," he says matter-of-factly. "Making cool things is just something I love doing, and not having someone tell me what to do or a timeframe in which to do it is the luxury I am looking for in my life."

Who will be funding this leisurely lifestyle?

"I assume eventually I'll make something that is profitable," he allows.

The site is currently running some advertisements, but Zuckerberg says they are only being used to offset server costs. Nonetheless, the facebook's business manager has posted notices soliciting ads on multiple websites, and a thefacebook.com rate card shows that the site is interested in attracting national advertisers. Ads for AT&T Wireless, America Online and Monster.com have been displayed, along with promotions for Harvard organizations such as the Seneca Club's Red Party, the Harvard Bartending Course and the Mather Lather dance.

"There are a couple ads on the facebook because [the site] costs money and servers don't grow on trees," Zuckerberg says.

But will the facebook ever be auctioned off to the highest bidder?

"Maybe when I'm bored with it, then we'll work something out," he says. "But I don't see that happening anytime in the near future."

Zuckerberg pauses for a moment.

"And 'near future' being like anytime in the next seven or eight days."

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